

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

MERCER HEALTH & BENEFITS, LLC,

Plaintiffs,

- against -

MATTHEW DIGREGORIO, JOANNE  
STEED, JADA PRESTON, and LOCKTON  
COMPANIES, LLC,

Defendants.

Docket No. 18 Civ. 1805 (JGK)

**DECLARATION OF MANOJ SHARMA**

MANOJ SHARMA, declares pursuant to 28 U.S.C. § 1746 and subject to the penalties of perjury that the following is true and correct:

1. I am an adult over the age of 18 years old, and I am competent to provide this sworn Declaration.
2. I provide this Declaration in opposition to Plaintiff Mercer Health & Benefits, LLC's ("Mercer") Motion for Temporary Restraining Order and Preliminary Injunction ("Plaintiffs' Motion").
3. I am employed by Southeast Series of Lockton Companies, LLC ("Southeast Series") as Executive Vice President & Chief Operating Officer.
4. Each of the individual defendants are employed by the Southeast Series.
5. Each of the individual defendants were instructed not to take or use any of Mercer's confidential information or trade secrets.
6. Southeast Series did not induce, procure and/or assist any individual defendant to take or use any of Mercer's confidential information or trade secrets.
7. To Southeast Series' knowledge, no individual defendant took or used Mercer's confidential information or trade secrets.

8. Each of the individual defendants were told not to solicit or recruit other Mercer employees.
9. I am familiar with the various companies affiliated with Lockton.
10. Lockton Companies, LLC has no employees and its sole member is another limited liability company. The individual defendants are not employed by Lockton Companies, LLC.

Executed this 7th day of March, 2018.

  
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MANOJ SHARMA